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Indenture Trustee under 7.50% Senior Secured Notes Due 2016*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:

AMR CORPORATION, et al.,¹

Debtors.
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Chapter 11 Case No.

11-15463 (SHL)

(Jointly Administered)

NOTICE OF APPEAL

¹ The Debtors, together with the last four digits of each Debtor's federal tax identification number (if applicable), are: AMR Corporation (5172); American Airlines, Inc. (2798); American Airlines Realty (NYC) Holdings, Inc. (9347); AMR Eagle Holding Corporation (6520); Americas Ground Services, Inc. (1387); PMA Investment Subsidiary, Inc. (8617); SC Investment, Inc. (2622); American Eagle Airlines, Inc. (6404); Executive Airlines, Inc. (3166); Executive Ground Services, Inc. (1679); Eagle Aviation Services, Inc. (3043); Admirals Club, Inc. (8690); Business Express Airlines, Inc.; Reno Air, Inc.; AA Real Estate Holding GP LLC (8033); AA Real Estate Holding L.P. (5325); American Airlines Marketing Services LLC (0265); American Airlines Vacations LLC (8253); American Aviation Supply LLC (8730); and American Airlines IP Licensing Holding, LLC.

Pursuant to 28 U.S.C. § 158(a)(1) and Rule 8001 of the Federal Rules of Bankruptcy Procedure, Wilmington Trust Company, solely in its capacity as Collateral Trustee (the “Collateral Trustee”) with respect to those certain 7.5% Senior Secured Notes Due 2016 (the “Senior Secured Notes”) issued by American Airlines, Inc. and guaranteed by AMR Corporation, and U.S. Bank National Association, solely in its capacity as Indenture Trustee with respect to the Senior Secured Notes (together with the Collateral Trustee, the “Appellants”), hereby file this Notice of Appeal of this Court’s *Order Denying the Motion of Wilmington Trust Company and U.S. Bank National Association Pursuant to 11 U.S.C. §§ 361, 362(d), 363(e) and 507(b) and Fed. R. Bankr. P. 4001(a) For Entry of an Order Conditioning Use of Property on Provision of Adequate Protection or, in the Alternative, Granting Relief from the Automatic Stay (ECF No. 1088)* [Docket No. 1691], dated as of March 12, 2012 (a copy of which is attached hereto as Exhibit A) (the “Order”).

1. The names, addresses, and telephone numbers of Appellants’ attorneys are as follows:

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2. In addition to Appellants, the following also are parties to the Order (along with the names addresses and telephone numbers of their respective attorneys):

Debtors

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Alfredo Pérez
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-and-

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The Bank of New York Mellon Trust Company, N.A., as Indenture Trustee

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3. The prescribed fee accompanies this Notice of Appeal.

Dated: New York, New York
March 26, 2012

MILBANK, TWEED, HADLEY & M^cCLOY LLP

By: /s/ Tyson M. Lomazow

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Indenture Trustee under 7.50% Senior Secured Notes Due 2016*

EXHIBIT A

Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
	:
AMR CORPORATION, <i>et al.</i>,	: 11-15463 (SHL)
	:
Debtors.	: (Jointly Administered)
	:
-----X	

**ORDER DENYING THE MOTION OF WILMINGTON TRUST COMPANY AND
U.S. BANK NATIONAL ASSOCIATION PURSUANT TO 11 U.S.C. §§ 361, 362(d), 363(e) AND
507(b) AND FED. R. BANKR. P. 4001(a) FOR ENTRY OF AN ORDER CONDITIONING USE
OF PROPERTY ON PROVISION OF ADEQUATE PROTECTION OR, IN THE
ALTERNATIVE, GRANTING RELIEF FROM THE AUTOMATIC STAY (ECF NO. 1088)**

Upon the Motion Pursuant to 11 U.S.C. §§ 361, 362(d), 363(e) and 507(b) and Fed. R. Bankr. P. 4001(a) for Entry of an Order Conditioning Use of Property on Provision of Adequate Protection or, in the Alternative, Granting Relief From the Automatic Stay, filed by Wilmington Trust Company (“**Wilmington Trust**”), solely in its capacity as Collateral Trustee under the 7.50% Senior Secured Notes Due 2016, and U.S. Bank National Association (“**U.S. Bank**”), solely in its capacity as Indenture Trustee under the 7.50% Senior Secured Notes Due 2016 (ECF No. 1088) (the “**Motion**”); and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and upon the objections to the Motion filed by AMR Corporation, American Airlines, Inc., AMR Eagle Holding Corporation, and certain of their subsidiaries, as debtors and debtors in possession (ECF No. 1282), the objection to the Motion filed by the Official Committee of Unsecured Creditors (ECF No. 1283), the limited objection to the Motion filed by the City of Chicago (ECF No. 1293), and the response to the Motion filed by The

Bank of New York Mellon Trust Company, N.A. (ECF No. 1290); and upon the responses relating to the foregoing filed by Wilmington Trust and U.S. Bank (ECF No. 1375); and a hearing having been held on February 29, 2012 to consider the relief requested in the Motion (the “**Hearing**”); and upon the record of the Hearing and ~~the decision of the Court with respect to the Motion stated on the record of~~ *for the reasons stated at* the Hearing (the “**Decision**”); and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that for the reasons set forth in the ~~Decision~~ *stated at the Hearing*, the Motion is denied without prejudice; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: **March 12, 2012**
New York, New York

/s/ *Sean H. Lane*
HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE